

Mark J. Petrocchi
State Bar No. 15851750
GRIFFITH, JAY & MICHEL, LLP
2200 Forest Park Blvd.
Fort Worth, TX 76110
Phone (817) 926-2500
Fax (817) 926-2505
mpetrocchi@lawgjm.com
COUNSEL FOR THE DEBTORS

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:	§	
	§	
WHOLESALE PROPERTIES I, LLC	§	CASE NO. 10-31787-HDH-11
WHOLESALE PROPERTIES II, LLC	§	CASE NO. 10-31790-HDH-11
	§	
DEBTORS.	§	HEARING SCHEDULED:
	§	NONE

MOTION TO ADMINISTRATIVELY CONSOLIDATE CASES

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

NO HEARING WILL BE CONDUCTED HEREON UNLESS A WRITTEN RESPONSE IS FILED WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT AT 1100 COMMERCE ST., DALLAS, TX 75242 BEFORE CLOSE OF BUSINESS ON APRIL 5, 2010, WHICH IS TWENTY ONE (21) DAYS FROM THE DATE OF SERVICE HEREOF.

ANY RESPONSE MUST BE IN WRITING AND FILED WITH THE CLERK, AND A COPY MUST BE SERVED UPON COUNSEL FOR THE MOVING PARTY PRIOR TO THE DATE AND TIME SET FORTH HEREIN. IF A RESPONSE IS FILED A HEARING WILL BE HELD WITH NOTICE ONLY TO THE OBJECTING PARTY.

IF NO HEARING ON SUCH NOTICE OR MOTION IS TIMELY REQUESTED, THE RELIEF REQUESTED SHALL BE DEEMED TO BE UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT OR THE NOTICED ACTION MAY BE TAKEN.

COME NOW Wholesale Properties I, LLC and Wholesale Properties II, LLC (“Collectively referred to as the Debtor”) and files this Motion to Administratively Consolidate Cases and in support thereof, would respectfully show the Court as follows:

Jurisdiction

1. This court has jurisdiction over this motion pursuant to 28 U.S.C. §157 and §1334. This is a core proceeding pursuant to §§’s 157(b)(2)(A), (M) and (O).
2. This matter is governed primarily by Bankruptcy Rule 1015 and by Local Rule 1015.

Background Facts

3. The Debtors filed their petitions for relief under provisions of Chapter 11 of title 11 on or about March 12, 2010.
4. The Debtors continue to operate their businesses as Debtors-in-Possession pursuant to §1107 and §1108.
5. On the Petition Date, two related bankruptcies were filed. Those bankruptcies were the Wholesale Properties I, LLC case No. 10-31787-HDH-11 and Wholesale Properties II, LLC case No. 10-31790-HDH-11.
6. Each of the Debtors is a limited partnership that owns and operates their businesses as a debtor-in-possession business.
7. The entities Wholesale Properties I, LLC and Wholesale Properties II, LLC. were created at approximately the same time in order to facilitate an advance of funds under credit agreements with GP Warehouse Funding, LLC. In order to create credit advances that qualified under the lending restrictions available to that entity, the property owned by the various entities needed to be divided into two companies.

Relief Requested

8. The names of the cases proposed to be jointly administered are Wholesale Properties I, LLC and Wholesale Properties II, LLC.

9. By this Motion, Debtors seek the joint administration of this case with the related proceedings for procedural purposes only, pursuant to Bankruptcy Rule 1015(b). Bankruptcy Rule 1015(b) provides, in relevant part:

If a joint petition or two or more petitions are pending in the same court by or against...a debtor and an affiliate, the court may order a joint administration of the estates.

16. Accordingly, this Court is authorized to grant the relief requested herein.

Joint Administration of These Cases is Warranted

17. The subject bankruptcy cases should be jointly administered because joint administration will obviate the need for duplicative notices, motions, applications and orders, thereby saving considerable time and expense for the Debtors and their respective estates. In addition, due to the relationship of the Debtors and their sole business endeavor, similar issues related to each Debtor are certain to arise during their Chapter 11 cases.

18. The rights of the respective creditors of the Debtors will not be adversely affected by the proposed joint administration of these cases because each creditor may still file its claim against a particular estate. In fact, the rights of all creditors will be enhanced by the reduction in costs resulting from joint administration. In addition, this Court and the Clerk's Office will be relieved of the burden of entertaining duplicate motions, entering duplicative orders and maintaining duplicative files, and supervision of the administrative aspects of the Chapter 11 cases by the Office of the United States Trustee will be simplified.

Local Rule 1015

19. Debtors propose that the caption of the jointly administered Chapter 11 cases shall read as follows:

IN RE:	§	Case No. 10-31787-HDH-11
	§	
WHOLESALE PROPERTIES I, LLC	§	(Chapter 11)
WHOLESALE PROPERTIES II, LLC	§	
Debtor in possession	§	(Administratively Consolidated)

20. No orders had been entered at the time this pleading was drafted.

21. It is anticipated that a single mailing matrix would be filed in connection with these cases and that at least the 20 largest creditors in connection with each case would receive notice.

22. By reason of the foregoing, Debtors respectfully submit that the interests of the two bankruptcy estates and their respective creditors, and other parties in interest would best be served by the joint administration of the Chapter 11 cases.

WHEREFORE, PREMISES CONSIDERED, the Debtors pray that the bankruptcy cases of Wholesale Properties I, LLC and Wholesale Properties II, LLC. be administratively consolidated, but not substantively consolidated, under the case name and number of Wholesale Properties II, LLC; and for such other and further relief as is just and equitable.

Respectfully submitted,

By: /s/Mark J. Petrocchi

Mark J. Petrocchi

State Bar No. 15851750

GRIFFITH, JAY & MICHEL, LLP

2200 Forest Park Blvd.

Fort Worth, TX 76110

Phone (817) 926-2500

Fax (817) 926-2505

mpetrocchi@lawgjm.com

COUNSEL FOR THE DEBTORS

CERTIFICATE OF CONFERENCE

On the 15th day of March 2010, I conferred with Erin Schmidt of the Office of the United States Trustee and was advised this Motion is unopposed.

/s/Mark J. Petrocchi
Mark J. Petrocchi

CERTIFICATE OF SERVICE

The undersigned hereby certifies that he caused a true and correct copy of the above and foregoing document to be served upon those parties registered on the ECF filing system of the court and upon those parties listed on the attached Service List on this the 15th day of March 2010 via regular United States mail, properly addressed and postage prepaid.

/s/Mark J. Petrocchi
Mark J. Petrocchi